

Exhibit 5

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**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

CENGAGE LEARNING, INC.; PEARSON
EDUCATION, INC.; and JOHN WILEY &
SONS, INC.,

Plaintiffs,

v.

JAMAL YOUSUF and DOES 1-25,

Defendants.

Case No. 14 CV 3174 (DAB)

DECLARATION OF MICHAEL F. CANDORE

I, Michael F. Candore hereby declare, pursuant to 28 U.S.C. § 1746, that the following is true and correct to the best of my personal knowledge and belief.

1. I am a paralegal at Oppenheim + Zebrak, LLP. This declaration is being provided in the above-captioned matter.

Amazon Sellers

2. I have reviewed and documented the following online Amazon storefronts:
 - a. Aspect Store
 - b. Bookera
 - c. Denver Hot Shot Books
 - d. Hamiltons Book Shop

e. Skydynamic

g. Wholesale Book Deals

f. TextbookXpres

3. As its storefront existed on March 20, 2014, *Aspect Store* offered 246 unique titles, including works owned by Plaintiffs John Wiley & Sons, Inc., Cengage Learning, Inc. and Pearson Education, Inc. A representative example of *Aspect Store*'s online storefront is attached hereto as **Exhibit A**.
4. Examination of the "Feedback" section of *Aspect Store*'s online storefront reveals numerous customers complaining about the poor quality of the textbooks sold by *Aspect Store*, calling them, "knock-offs" and "cheap photocopies." An excerpt of *Aspect Store*'s feedback page is attached hereto as **Exhibit B**.
5. As its storefront exists on May 1, 2014, *Bookera* offers 1,352 unique titles. Searches of its inventory for "Cengage", "Pearson", and "Wiley" yield over 100 unique titles owned by Plaintiffs. The results of these searches are attached hereto as **Exhibit C**. This search did not necessarily reveal all the works owned by Pearson, Cengage, and Wiley on the storefront. Rather, it revealed those titles that have the publishers' name in its metadata.
6. As its storefront exists on May 1, 2014, *Denver Hot Shot Books* offers 63 unique titles, including works owned by Plaintiffs John Wiley & Sons, Inc., Cengage Learning, Inc. and Pearson Education, Inc. *Aspect Store*'s online storefront is attached in its entirety hereto as **Exhibit D**.
7. Examination of the "Feedback" section of *Denver Hot Shot Books*' online storefront reveals a review posted by a customer who purchased a suspected

counterfeit book from *Denver Hot Shot Books*. An excerpt of *Denver Hot Shot Books*' feedback page is attached hereto as **Exhibit E**.

8. As its storefront exists on May 1, 2014, *Hamiltons Book Shop* offers 133 unique titles. Searches of its inventory for "Cengage", "Pearson", and "Wiley" yield 84 unique titles owned by Plaintiffs. The results of these searches are attached hereto as **Exhibit F**. This search did not necessarily reveal all the works owned by Pearson, Cengage, and Wiley on the storefront. Rather, it revealed those titles that have the publishers' name in its metadata.
9. Examination of the "Feedback" section of *Hamiltons Book Shop*'s online storefront reveals a review posted by a customer who purchased a suspected counterfeit book from *Hamiltons Book Shop*. An excerpt of *Hamiltons Book Shop*'s feedback page is attached hereto as **Exhibit G**.
10. As its storefront exists on May 1, 2014, *Skydynammic* offers 119 unique titles. Searches of its inventory for "Cengage", "Pearson", and "Wiley" yield 54 unique titles owned by Plaintiffs. The results of these searches are attached hereto as **Exhibit H**. This search did not necessarily reveal all the works owned by Pearson, Cengage, and Wiley on the storefront. Rather, it revealed those titles that have the publishers' name in its metadata.
11. Examination of the "Feedback" section of *Skydynammic*'s online storefront reveals numerous customers complaining about the poor quality of the textbooks sold by *Skydynammic*, calling them, "newspaper-quality" and "cheap photocopies." An excerpt of *Skydynammic*'s feedback page is attached hereto as **Exhibit I**.

12. As its storefront existed on March 20, 2014, *TextbookXpres* offered 1,199 unique titles, including works owned by Plaintiffs John Wiley & Sons, Inc., Cengage Learning, Inc. and Pearson Education, Inc. A representative example of *TextbookXpres*'s online storefront is attached hereto as **Exhibit J**.
13. As its storefront exists on May 1, 2014, *Wholesale Book Deals* offers 112 unique titles. Searches of its inventory for "Cengage", "Pearson", and "Wiley" yield 67 unique titles owned by Plaintiffs. The results of these searches are attached hereto as **Exhibit K**. This search did not necessarily reveal all the works owned by Pearson, Cengage, and Wiley on the storefront. Rather, it revealed those titles that have the publishers' name in its metadata.
14. Examination of the "Feedback" section of *Wholesale Book Deals*' online storefront reveals a review posted by a customer who purchased a suspected counterfeit book from *Wholesale Book Deals*. An excerpt of *Wholesale Book Deals*' feedback page is attached hereto as **Exhibit L**.

eBay Sellers

15. I have reviewed and documented the following eBay sellers' storefronts:
 - a. ace_hub
 - b. bookwholesale2008
 - c. nsautojapan
 - d. popstar_edu
 - e. protrader2008
 - f. yumivv
16. As its storefront exists on May 1, 2014, *ace_hub* offers 1,323 unique titles, including works owned by Plaintiffs John Wiley & Sons, Inc., Cengage Learning, Inc. and Pearson Education, Inc. A representative example of *ace_hub*'s online storefront is attached hereto as **Exhibit M**.

17. Examination of the “Feedback Profile” section of *ace_hub*’s online storefront reveals numerous customers complaining about receiving suspected counterfeit textbooks. An excerpt of *ace_hub*’s feedback page is attached hereto as **Exhibit N**.
18. As its storefront exists on May 1, 2014, *bookwholesale2008* offers 613 unique titles, including works owned by Plaintiffs John Wiley & Sons, Inc., Cengage Learning, Inc. and Pearson Education, Inc. A representative example of *bookwholesale2008*’s online storefront is attached hereto as **Exhibit O**.
19. Examination of the “Feedback Profile” section of *bookwholesale2008*’s online storefront reveals numerous customers complaining about receiving suspected counterfeit textbooks. An excerpt of *bookwholesale2008*’s feedback page is attached hereto as **Exhibit P**.
20. As its storefront exists on May 1, 2014, *nsautojapan* offers 257 unique titles, including works owned by Plaintiffs John Wiley & Sons, Inc., Cengage Learning, Inc. and Pearson Education, Inc. A representative example of *nsautojapan*’s online storefront is attached hereto as **Exhibit Q**.
21. As its storefront exists on May 1, 2014, *popstar_edu* offers 1,212 unique titles, including works owned by Plaintiffs John Wiley & Sons, Inc., Cengage Learning, Inc. and Pearson Education, Inc. A representative example of *popstar_edu*’s online storefront is attached hereto as **Exhibit R**.
22. Examination of the “Feedback Profile” section of *popstar_edu*’s online storefront reveals numerous customers complaining about receiving suspected

counterfeit textbooks. An excerpt of *popstar_edu*'s feedback page is attached hereto as **Exhibit S**.

23. As its storefront exists on May 1, 2014, *protrader2008* offers 263 unique titles, including works owned by Plaintiffs John Wiley & Sons, Inc., Cengage Learning, Inc. and Pearson Education, Inc. A representative example of *protrader2008*'s online storefront is attached hereto as **Exhibit T**.

24. As its storefront exists on May 1, 2014, *yumivv* offers 1,155 unique titles, including works owned by Plaintiffs John Wiley & Sons, Inc., Cengage Learning, Inc. and Pearson Education, Inc. A representative example of *yumivv*'s online storefront is attached hereto as **Exhibit U**.

25. Examination of the "Feedback Profile" section of *yumivv*'s online storefront reveals a customer complaining about receiving a suspected counterfeit textbook. An excerpt of *yumivv*'s feedback page is attached hereto as **Exhibit V**.

I declare under penalty of perjury that the foregoing is true and correct.

Executed May 2, 2014

In Washington, DC.

A handwritten signature in dark ink, appearing to read "Michael Candore", is written over a horizontal line.

Michael Candore